

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Eastern District of Missouri

Case number (if known): Chapter 11

☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. **Debtor's name** Total Hockey, Inc.

2. **All other names debtor used in the last 8 years** Total Hockey Training; Total Lacrosse; PB Team; Players Bench Corp.; Total Goalie; Red Tag

Include any assumed names, trade names, and *doing business* as names

3. **Debtor's federal Employer Identification Number (EIN)** 4 3 - 1 8 4 4 0 1 0

4. **Debtor's address** **Principal place of business** **Mailing address, if different from principal place of business**

3120 Riverport Tech Center Drive
Maryland Heights, MO 63043

Location of principal assets, if different from principal place of business

St. Louis County
County

5. **Debtor's website (URL)** www.totalhockey.com

6. **Type of debtor**

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

Debtor Total Hockey, Inc. Case number (if known) _____
Name

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.naics.com/search/>.

4 5 1 1

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. Check all that apply:
☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

☒ No

☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY
District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

☐ No

☒ Yes. Debtor See attached Schedule Relationship _____
District _____ When _____
MM / DD / YYYY
Case number, if known _____

List all cases. If more than 1, attach a separate list.

Debtor Total Hockey, Inc. Case number (if known) _____
Name

11. Why is the case filed in *this district*?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- ☒ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property?

Is the property insured?

- ☐ No
- ☐ Yes. Insurance agency _____
- Contact name _____
- Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|----------------------------------|----------------------------------------|---------------------------------------------------|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input checked="" type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|------------------------------------------------|---------------------------------------------------------------|--------------------------------------------------------|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input checked="" type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Total Hockey, Inc.
Name

☐ \$0-\$50,000☐ \$50,001-\$100,000☐ \$100,001-\$500,000☐ \$500,001-\$1 million

☐ \$1,000,001-\$10 million

☐ \$10,000,001-\$50 million

☒ \$50,000,001-\$100 million☐ \$100,000,001-\$500 million

☐ \$500,000,001-\$1 billion

☐ \$1,000,000,001-\$10 billion☐ \$10,000,000,001-\$50 billion

☐ More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 07/06/2016
MM / DD / YYYY

/s/ Lee A. Diercks

Signature of authorized representative of debtor

Title Chief Restructuring Officer

/s/ Lee A. Diercks

Printed name

18. Signature of attorney

/s/ Matthew S. Layfield

Signature of attorney for debtor

Date 07/06/2016

MM / DD / YYYY

Matthew S. Layfield
Polsinelli PC
100 S. Fourth Street
Suite 1000
St. Louis, MO 63102

314-889-8000

Contact phone

57540

Bar number

mlayfield@polsinelli.com

Email address

MO

State

Contact phone

Email address

Bar number

State

Voluntary Petition for Non-Individuals Filing for Bankruptcy

Debtor Total Hockey, Inc. Case number (if known) _____
Name

Schedule 201

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

Continuation Page

Debtor	Relationship	District	Date Filed	Case number
<u>Player's Bench Corporation</u>	<u>Affiliate</u>	<u>Eastern District of Missouri</u>	<u>07/06/2016</u>	<u></u>
<u>Hipcheck, L.L.C.</u>	<u>Affiliate</u>	<u>Eastern District of Missouri</u>	<u>07/06/2016</u>	<u></u>

Debtor name Total Hockey, Inc.

United States Bankruptcy Court for the: Eastern District of Missouri

Case number (If known): _____

Official Form 204

12/15

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Bauer Hockey, Inc. 3958 Collection Center Drive Chicago, IL 60693	Eric Roman (603) 430-2111 Eric.Roman@bauer.com	TRADE				13,829,485.53
2	Reebok - CCM Hockey P.O BOX 5219 NEW YORK, NY 10087-5219	Suzanne Gendron 514-461-8192 Suzanne.Gendron@reebokccm.com	TRADE				7,264,425.61
3	Warrior Hilddun Corporation 225 West 35th Street New York, NY 10001	Andy Rymsha 248-798-9810 andy.rymsha@warrior.com	TRADE				1,480,890.57
4	Easton (Owned by Bauer) PO Box 782148 Philadelphia, PA 19178-2148	Connie Ley 514-671-7891 cley@eastonhockey.com	TRADE				1,283,260.05
5	John Richard Boh 9407 SOUTH DOLTON WAY HIGHLANDS RANCH , CO 80126	Rick Boh 303-725-1596 rboh16@gmail.com	UNSECURED NOTES				1,058,833.85
6	Sherwood Hockey 2747 Boul. Sherwood Sherbrooke, Canada J1K1E1 CANADA	Marie-Christine Cebrian 819-563-2202 mccebrian@sher-wood.ca	TRADE				448,248.38
7	STX Lacrosse 1500 Bush Street Baltimore, MD 21230	Tammy Walters 410-454-0110 tammyw@stx.com	TRADE				362,199.82
8	UNITED PARCEL FREIGHT INC. UPS SUPPLY CHAIN SOLUTIONS, INC. 28013 NETWORK PLACE CHICAGO, IL 60673-1280	Chris Miller 217-358-6441 cmiller1@ups.com	TRADE				349,536.74

Debtor Total Hockey, Inc.
Name

Case number (if known)

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	Vaughn Custom Sports 550 S. Glaspie Street Oxford, MI 48371	Debbie Kubacki (248) 969-8956 dkubacki@vaughnhockey.com	TRADE				295,625.73
10	TRUE TEMPER SPORTS, INC 8275 TOURNAMENT DR #200 MEMPHIS, TN 38125	Sherry McClure 901-746-2029 Sherry.mcclure@truetemper.com	TRADE				291,024.49
11	Maverick Lacrosse PO Box 417210 Boston, MA 02241	Heather Zanatta 315-233-6234 [Heather.Zanatta@Cascadelacrosse.com]	TRADE				288,831.84
12	NORTH AMERICAN TAPE, LLC 22430 FISHER ROAD WATERTOWN, NY 13601	Alison Winn 315-779-2822 alison.winn@northamericantapes.com	TRADE				286,993.78
13	Brine, INC (Owned by Bauer) 16151 Collections Center DR Chicago, IL 60693	Andy Rymsha 248-798-9810 andy.rymsha@warrior.com	TRADE				283,841.60
14	NIKE USA, INC PO BOX 846066 DALLAS, TX 75284-6066	Jesse Odom 503-532-8132 Jesse.Udom@nike.com	TRADE				269,905.55
15	PEONY APPAREL INC 9758 KLINGERMANN ST EL MONTE, CA 91731	Andrew Kha 626-255-9974 andrewkha123@yahoo.com	TRADE				211,923.81
16	Brians Custom Sports, LTD. Watson Sports Associates P.O. Box 871310 Canton, MI 48187	Karen Malcolm 519-733-6501 karenm@briansmfg.com	TRADE				193,184.04
17	Shock Doctor EB 147 PO Box 1691 Minneapolis, MN 55480	Tracy Brown 952-767-2319 tbrown@unitedspb.com	TRADE				180,918.10
18	Cardinal Transportation Solutions LLC 6209 Mid Rivers Mall Drive Suite 210 St. Charles, MO 63304	Rick Clarkston 636-447-4099 rclarkston@cardinaltransportationsolutions.com	TRADE				166,412.10
19	CRATEX CONTAINER CORPORATION 4224 Rider Trail North Earth City, MO 63045	Bill Beekman (314) 291-7777 billb@cratexcorp.com	TRADE				151,025.73
20	REVOLUTION MARKETING LLC 600 W. CHICAGO AVE STE 220 CHICAGO, IL 60654	Jen Neal 312-529-5919 jneal@revolutionworld.com	TRADE				150,810.00

Fill in this information to identify the case and this filing:

Debtor Name Total Hockey, Inc.

United States Bankruptcy Court for the: Eastern District of Missouri
(State)

Case number (If known): _____

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors****12/15**

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 07/06/2016
MM / DD / YYYY

X/s/ Lee A. Diercks

Signature of individual signing on behalf of debtor

Lee A. Diercks

Printed name

Chief Restructuring Officer

Position or relationship to debtor

CERTIFICATE OF CORPORATE RESOLUTION

The undersigned, being the Secretary of **Total Hockey, Inc.** (the “**Company**”), a corporation duly organized and validly existing under the laws of the State of Missouri, certifies that the following resolutions were duly adopted in accordance with the articles of incorporation and by-laws of the Company by the unanimous written consent of the Board of Directors of the Company (the “**Board**”) on June 30, 2016, and that the same have not been modified or rescinded and are in full force and effect:

WHEREAS, the Board reviewed the materials presented by the management and legal advisers of the Company regarding the liabilities and liquidity situation of the Company, the strategic alternatives available to the Company, and the impact of the foregoing on the Company’s business; and

WHEREAS, Lee A. Diercks was appointed Chief Restructuring Officer of the Company on June 6, 2016, and has all the responsibilities and duties as customarily assigned to persons who occupy an office with such title; and

WHEREAS, the Board has had the opportunity to consult with Chief Restructuring Officer, the management and legal advisers of the Company and fully consider each of the strategic alternatives available to the Company;

NOW THEREFORE BE IT RESOLVED that in the judgment of the Board, it is desirable and in the best interests of the Company, its creditors, stockholders, and other parties in interest, that the Company file or cause to be filed voluntary petitions for relief under the provisions of chapter 11 of title 11 of the United States Code;

RESOLVED that the Chief Restructuring Officer, and such other officers as may be designated by the Chief Restructuring Officer (collectively, the “**Authorized Officers**”), acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and empowered to execute and file on behalf of the Company all petitions, schedules, lists and other papers or documents, and to take any and all action that they deem necessary or proper to obtain such relief;

RESOLVED that each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and directed to continue to employ the law firm of Polsinelli PC as counsel to represent and assist the Company in carrying out its duties under title 11 of the United States Code, and to take any and all actions to advance the Company’s rights and obligations, including filing any pleadings; and in connection therewith, each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon filing of the chapter 11 case, and to cause to be filed an appropriate application for authority to retain the services of Polsinelli PC;

RESOLVED that each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and directed to continue to employ the law

firm of Spencer Fane LLP as conflicts counsel to represent and assist the Company in carrying out its duties under title 11 of the United States Code, and to take any and all actions to advance the Company's rights and obligations, including filing any pleadings; and in connection therewith, each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon filing of the chapter 11 case, and to cause to be filed an appropriate application for authority to retain the services of Spencer Fane LLP;

RESOLVED that each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and directed to employ the consulting firm of Clear Thinking Group LLC to assist the Company in carrying out its duties under title 11 of the United States Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the chapter 11 case, to cause to be filed appropriate applications for authority to retain the services of Clear Thinking Group LLC;

RESOLVED that each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and directed to employ the firm of Rust Consulting/Omni Bankruptcy as notice and claims agent to represent and assist the Company in carrying out its duties under title 11 of the United States Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the chapter 11 case, and to cause to be filed appropriate applications for authority to retain the services of Rust Consulting/Omni Bankruptcy; and

RESOLVED that each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and directed to employ any other professionals to assist the Company in carrying out its duties under title 11 of the United States Code; and in connection therewith, each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to or immediately upon the filing of the chapter 11 case and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary.

RESOLVED that each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and empowered for, in the name of and on behalf of the Company to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such instruments as each, in his or her discretion, may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions;

RESOLVED that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before these resolutions were certified, are hereby in all respects approved and ratified.

IN WITNESS WHEREOF the undersigned has executed this certificate on this 30th
day of June, 2016.


Katherine Benoit, Secretary

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

In re:

TOTAL HOCKEY, INC.,

Debtor.

Case No. 16-_____

Chapter 11

CORPORATE OWNERSHIP STATEMENT

Pursuant to Rule 1007(a)(1) of the Federal Rules of Bankruptcy Procedure, the undersigned hereby submits that the following entities directly own ten percent (10%) or more of Total Hockey, Inc.'s equity interests:

Hipcheck, L.L.C (100%)

I, Lee A. Diercks, declare under the penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: July 6, 2016

/s/ Lee A. Diercks

Lee A. Diercks

Chief Restructuring Officer